And there came a day, a day unlike any other, when Earth's Mightiest Heroes found themselves united against a common threat! On that day, the Avengers were born, to fight the foes no single super hero could withstand!

THE MIGHTY AVENGERS

Following the Civil War, most heroes have registered in accordance with the Superhuman Registration Act, and now fight crime as official agents of the U.S. government. But the world still needs the vanguard, the best of the best...the Avengers.

Iron Man, the new head of S.H.I.E.L.D., recruits Ms. Marvel to help him pick and lead the team, and the two bring together the Wasp, Wonder Man, the Sentry, Ares and the Black Widow, creating the Mighty Avengers. However, before they can even get their bearings, they must respond to a vicious attack on New York City, perpetrated by the Mole Man and his monster legion. While fighting this localized threat, the world is pelted with natural disasters and unusual weather patterns.

In the heat of combat, Tony's systems are overloaded and his armor shifts and morphs around him, turning him into a beautiful, silver-skinned woman with glowing red eyes. What the Mighty Avengers do not know is that they have come face-to-face with the new and improved menace known as Ultron...

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STARK ARMOR AI FILES LOG IN.

SUBJECT FILE: AVENGERS INITIATIVE, DAY ONE

LOCATION: MANHATTAN.

55 MINUTES BEFORE MOLE MAN ATTACK.

FOR ANCILLARY INFORMATION HIT TAB ON HIGHLIGHTED PHRASING.

SIMON WILLIAMS: THE WONDER MAN.

A HALF-HOUR REALITY SHOW THAT SHOWS WHAT A HERO'S LIFE IS LIKE NOW THAT--

NO.

REALITY TV HAS LEGS, IT--

STOP.

JUST LISTEN TO THE OFFER. THREE MILLION TO JUST--

I DON'T WANT TO EVEN *LISTEN* TO IT.

I'M AN *ACTOR.* I WANT TO *ACT.*

I DON'T WANT TO BE FAMOUS. I WANT TO MOVE PEOPLE WITH MY--

BABY, YOU'RE AL*READY* FAMOUS.

YOU'RE A %@#$$ AVENGER.

NO. I *WAS* AN AVENGER.

(AND DON'T SAY %@#$$.)

TO *AMERICA* YOU'RE AN AVENGER. TO THE *WORLD* YOU'RE AN AVENGER...

FINE, I'M FAMOUS, BUT I DON'T WANT TO BE IN THE BUSINESS OF TRYING TO *STAY* FAMOUS.

BEING AN AVENGER WASN'T ABOUT BEING *FAMOUS,* IT WAS ABOUT BEING PART OF A TEAM OF PEOPLE ALL DEDICATED TO THE SAME THING.

DO YOU UNDERSTAND THAT?

I'M *NOT* GOING TO SELL THAT OUT. I'M NOT.

WHAT I WANT YOU TO DO IS FIND A WAY TO TAKE MY LIFE AS AN AVENGER AND EVOLVE IT INTO A PLACE WHERE I CAN EXPRESS MYSELF AS AN ACTOR.

CAN *THAT* BE DONE?

AFTER THAT WHOLE CIVIL WAR THING?

I DON'T THINK IT CAN.

OR, HEY, YOU COULD JUST *BE* AN AVENGER.

MOVIES SUCK, ANYHOW.

SHE KNOWS ME?
I'M GOING TO CUT THAT SMIRK RIGHT OFF HER FACE!
WHOAH WHOAH WHOAH!
STAND DOWN, ARES!!
MAN!
WE DON'T KNOW WHAT THIS IS!!
SHE'S JUST STANDING THERE.
AND WE SHOULD--
THINK BEFORE WE LEAP.
TAKE A NICE LOOK AROUND, ARES...
YOU ARE SO OFF THIS TEAM WHEN THIS IS OVER.
UM...
WHAT SHOULD WE BE DOING?
HAS TONY'S ARMOR TURNED HIM INTO A WOMAN?
AND AM I NUTS OR...?
DOES ANYONE THINK THAT LOOKS EXACTLY LIKE ME WITH WORSE HAIR?
OKAY, OKAY, WHAT DO I DO?
DO I HAVE YOU TO THANK FOR WHAT HAS HAPPENED TO MY UNDERGROUND HOME?!!!
YOU LIVE UNDER THE EARTH?
Harvey Rupert Elder. Hollow Earth, Monster Island, Fantastic Four, Subterraneans, Moloids, Infinity Watch
YOU'RE THE MOLE MAN.

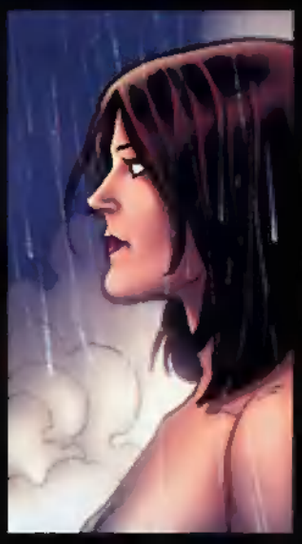
THEN THE ANSWER IS: YES.
IT WAS... COLLATERAL DAMAGE.
YOU DO HAVE ME TO THANK FOR DESTROYING YOUR HOME.
IS THAT WHAT I SOUND LIKE?
THIS IS SO ODD.
I DON'T UNDERSTAND... TONY STARK IS A WOMAN?
IDIOT MORTALS!
IDIOT MORTALS! YOU HAVE NO IDEA WHEN IT'S TIME TO FIGHT.
CAPTAIN AMERICA WOULD KNOW WHAT TO DO.
WHAT WOULD CAP DO?
MY CREATURES!!! THIS IS YOUR ENEMY!!!
THIS IS WHO KILLED YOUR BROTHERS AND SISTERS!!!
THIS IS WHO WE WILL DESTROY TODAY!!
NO.
RRRRARRRGH!
UH-OH.
TONY IS IN THERE!!
SENTRY, WE HAVE TO SAVE TONY!

SENTRY, WE HAVE TO SAVE TONY!
UH, NEVER MIND.
GRRASSH
NOOOOOO!!!
THIS IS MADNESS!
NO!

YOU SHOULD READ REED RICHARDS' PAPERS ON CLONE BRAIN DEVELOPMENT.
YOU COULD GIVE YOUR LITTLE PETS MORE CONTROL OF THEMSELVES. MAYBE VOICE BOXES.
DAMN!
SORRY, TONY.

OKAY, AVENGERS...
...TAKE IT DOWN!

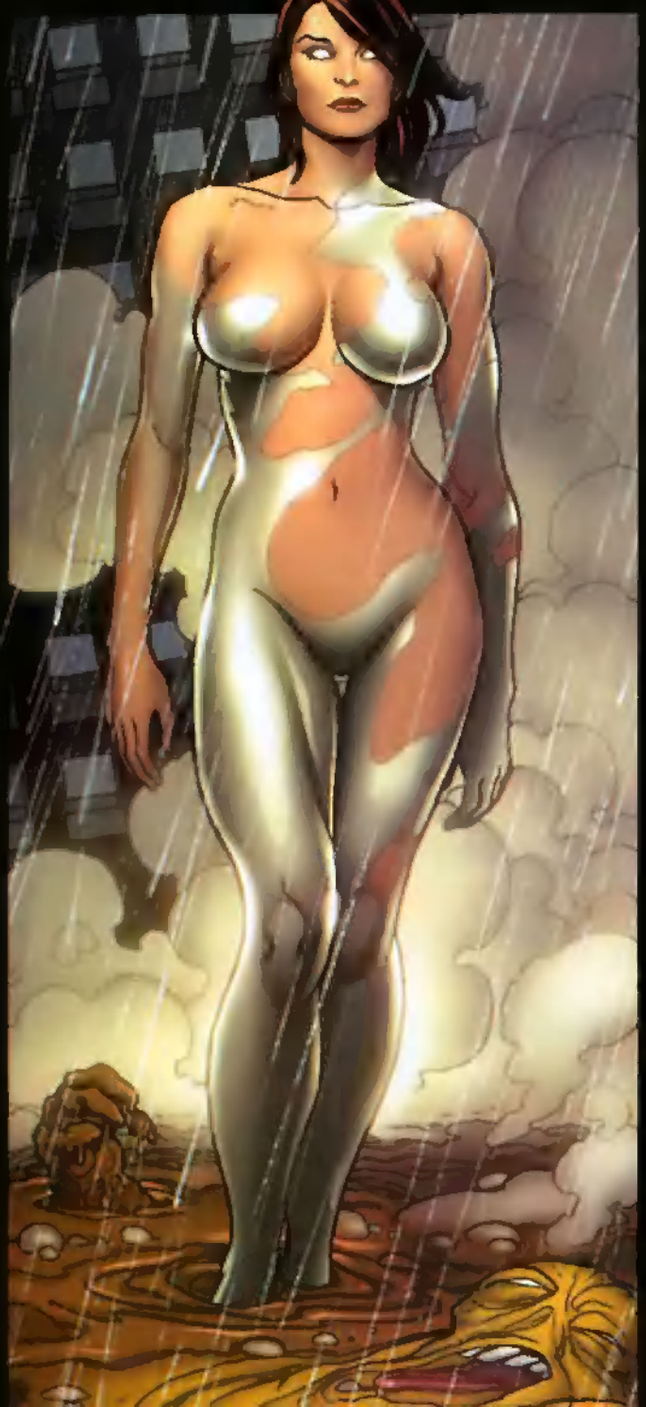
FINALLY!
DIE, MONSTER!



NO!! PLEASE!!
MY BABIES!!

ARE YOU GUYS OKAY?
UH, NO!
MY COMMLINK TO THE HELICARRIER IS FRIED.

NO!! PLEASE!! MY BABIES!!



STAY BACK.
I CAN TAKE THE WEATHER.
IT'S NOT *YOU* I'M WORRIED ABOUT.
IT'S WHAT HAPPENS TO EVERYTHING AROUND YOU WHEN *SHE* TRIES TO MELT YOU.
DON'T VOMIT!
DO I STILL HAVE EYEBROWS?
LET ME KILL HER!

NO, NO...
LET'S DO THE OTHER THING.

ARE YOU INSANE?? SHE'S THE CHOSEN ENEMY!
ARES!!
STAY!
GOOD DOG.
I WILL CUT THAT SMILE RIGHT OFF OF YOUR FACE!!
YES, YOU SAID THAT BEFORE.
TELL ME, ARE YOU REALLY ARES, THE GOD OF WAR? THE REAL ONE?
I AM ARES, GOD OF WAR!!
MEH.
I LIKE THOR BETTER.

FOR THAT YOU WILL--
AARRGGHH!!!
GRRR!!!
GRRAAGGHH!!
HMMM...
VERY INTERESTING DATA ON YOU, ROBERT REYNOLDS.
I SEE IT'S GOING TO TAKE A LOT TO TERMINATE YOU.
WHERE IS IRON MAN?